

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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:
In re : Chapter 11
:
Gawker Media LLC, *et al.*,¹ : Case No. 16-11700 (SMB)
:
Debtors. : (Jointly Administered)
:
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**ORDER (I) ESTABLISHING A DEADLINE TO FILE CERTAIN
ADMINISTRATIVE CLAIMS AND PROCEDURES RELATING THERETO
AND (II) APPROVING THE FORM AND MANNER OF NOTICE THEREOF**

Upon the motion (the “Motion”)² of the above-captioned debtors (collectively, the “Debtors”), for an order fixing certain deadlines and establishing procedures for making Requests for Payment for General Administrative Claims (as defined below) arising between August 1, 2016 and September 30, 2016, inclusive, and approving the form and manner of service thereof; and the Court having jurisdiction to consider this Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. §§ 157(b)(2); and venue being proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion being adequate and appropriate under the particular circumstances and no further notice being necessary; and the Court having found and determined that the relief requested is in the best interests of the Debtors, their estates, their creditors, and other parties in interest, and that the legal and factual bases set forth in the Motion establish just cause for the relief granted

¹ The last four digits of the taxpayer identification number of the debtors are: Gawker Media LLC (0492); Gawker Media Group, Inc. (3231); and Kinja Kft. (5056). Gawker Media LLC and Gawker Media Group, Inc.’s mailing addresses are c/o Opportune LLP, Attn: William D. Holden, Chief Restructuring Officer, 10 East 53rd Street, 33rd Floor, New York, NY 10020. Kinja Kft.’s mailing address is c/o Opportune LLP, Attn: William D. Holden, 10 East 53rd Street, 33rd Floor, New York, NY 10022.

² All capitalized terms used but otherwise not defined herein shall have the meanings set forth in the Motion.

herein; and upon all of the proceedings had before the Court; and any objections to the relief requested herein having been withdrawn or overrules on the merits; and after due deliberation and sufficient cause appearing therefor, it is **HEREBY ORDERED THAT**

1. The Motion is granted to the extent set forth herein.

2. Except as otherwise provided herein, all persons and entities, (including, without limitation, individuals, partnerships, corporations, joint ventures, and trusts, but not Governmental Units) that file a request for payment (a “Request for Payment”) in respect of any claim arising under section 503(b) and 507(a)(2) of the Bankruptcy Code, other than section 503(b)(9) of the Bankruptcy Code (a “General Administrative Claim”) between August 1, 2016 and September 30, 2016, inclusive, against any of the Debtors, shall file such Request for Payment as set forth in this Order so that it is **actually received** on or before **November 15, 2016 at 5:00 p.m. (prevailing Eastern Time)** (the “General Administrative Claims Bar Date”).

3. The following procedures for the filing of a Request for Payment shall apply:

- a. The Requests for Payment should be sent, if by overnight courier, hand delivery, or first class mail to:

Gawker Media LLC
Claims Processing Center
c/o Prime Clerk LLC
830 Third Avenue, 3rd Floor
New York, NY 10022

OR

If by hand delivery:
United States Bankruptcy Court, Southern District of New York
One Bowling Green
New York, NY 10004

- b. Requests for Payment will be deemed filed only when actually received by the Debtors’ claims and noticing agent (Prime Clerk) or the Clerk of the United States Bankruptcy Court.

- c. Requests for Payment must (i) be signed; (ii) include supporting documentation (if voluminous, attach a summary) or an explanation as to why documentation is not available; (iii) be in the English language; and (iv) be denominated in United States currency.
- d. Requests for Payment must specify by name and case number the Debtor(s) against which the General Administrative Claim is filed. A Request for Payment filed under Case No. 16-11700 or that does not identify a Debtor will be deemed as filed only against Gawker Media LLC.
- e. If the holder asserts a General Administrative Claim against more than one Debtor or has General Administrative Claims against different Debtors, a separate Request for Payment must be filed with respect to each Debtor. To the extent more than one Debtor is listed on the Request for Payment, such General Administrative Claim will be treated as if filed only against the first-listed Debtor.
- f. No Requests for Payment sent by facsimile, telecopy, or electronic mail transmission will be accepted.

4. The following persons or entities are **not** required to file a Request for Payment on or before the General Administrative Claims Bar Date:

- a. any holder of a General Administrative Claim that heretofore has been allowed by order of the Bankruptcy Court;
- b. any holder of a claim arising under section 503(b)(9) of the Bankruptcy Code;
- c. any claim for fees or charges required under chapter 123 of title 28 of the United States Code;
- d. any estate professional retained pursuant to an order of the Bankruptcy Court, including professionals retained under sections 105, 327, 328, 330, or 363 of the Bankruptcy Code;
- e. UniModa, LLC, in respect of a General Administrative Claim arising from that certain Asset Purchase Agreement by and between the Debtors and UniModa, LLC, dated August 17, 2016 (as may be amended, modified or supplemented from time to time in accordance with the terms thereof);
- f. any holder of a DIP Superpriority Claim or Adequate Protection Superpriority Claim, as such terms are defined in the Final DIP Order [Docket No. 81]; or

g. a holder of an intercompany claim against another Debtor.

5. All holders of a General Administrative Claims that fail to comply with this Order by timely filing a Request for Payment in appropriate form shall be forever barred, estopped and enjoined from asserting such General Administrative Claim against the Debtors or their respective property, unless otherwise tardily filed if permitted by the Court for cause pursuant to section 503(a) of the Bankruptcy Code.

6. A copy of the General Administrative Claims Bar Date Notice substantially in the form annexed hereto as **Exhibit 1** is approved and shall be deemed adequate and sufficient if served by first-class mail at least thirty-five (35) days prior to the General Administrative Claims Bar Date on:

- (a) the United States Trustee;
- (b) counsel to the Committee;
- (c) all persons or entities that have requested notice of the proceedings in the Chapter 11 cases;
- (d) all persons or entities that have filed claims;
- (e) all creditors and other known holders of claims as of the date of this Order, including all persons or entities listed in the Schedules as holding claims;
- (f) all parties to executory contracts and unexpired leases of the Debtors;
- (g) all parties to litigation with the Debtors;
- (h) the Internal Revenue Service for the Southern District of New York, the Securities and Exchange Commission and any other required governmental units applicable to the Debtors' businesses;
- (i) state attorneys general and state departments of revenue for states in which the Debtors conduct business; and
- (j) such additional persons and entities as deemed appropriate by the Debtors.

7. The Debtors are authorized to include the Request for Payment Form substantially in the form annexed hereto as **Exhibit 2** with the General Administrative Claims Bar Date Notice that is mailed to the parties set forth in the preceding paragraph.

8. Pursuant to Bankruptcy Rule 2002(l), the Debtors shall publish notice of the General Administrative Claims Bar Date in substantially the form annexed to this Order as **Exhibit 3** once, in the national edition of USA Today at least twenty-eight (28) days prior to the General Administrative Claims Bar Date, which publication is hereby approved and shall be deemed good, adequate and sufficient publication notice of the General Administrative Claims Bar Date.

9. The Debtors and Prime Clerk are authorized and empowered to take such steps and perform such acts as may be necessary to implement and effectuate the terms of this Order.

10. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

11. Entry of this Order is without prejudice to the right of the Debtors to seek a further order of the Court fixing a date by which holders of claims or interests not subject to the General Administrative Claims Bar Date established herein must file Requests for Payment or be barred from doing so.

12. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: New York, New York
October 11th, 2016

/s/ STUART M. BERNSTEIN
HONORABLE STUART M. BERNSTEIN
UNITED STATES BANKRUPTCY JUDGE

Exhibit 1

General Administrative Claims Bar Date Notice

ROPES & GRAY LLP
Gregg M. Galardi
D. Ross Martin
Jonathan M. Agudelo
1211 Avenue of the Americas
New York, NY 10036-8704
Telephone: (212) 596-9000
Facsimile: (212) 596-9090

*Counsel to the Debtors
and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re : Chapter 11
Gawker Media LLC, *et al.*,³ : Case No. 16-11700 (SMB)
Debtors. : (Jointly Administered)
-----X

**NOTICE OF DEADLINE REQUIRING FILING OF
CERTAIN ADMINISTRATIVE CLAIMS ON OR BEFORE NOVEMBER 15, 2016**

**TO ALL PERSONS AND ENTITIES WITH ADMINISTRATIVE CLAIMS AGAINST
THE DEBTORS LISTED BELOW:**

The United States Bankruptcy Court for the Southern District of New York has entered an order (the “Order”) establishing **November 15, 2016 at 5:00 p.m. (prevailing Eastern Time)** (the “General Administrative Claims Bar Date”) as the last date for each person or entity (including individuals, partnerships, corporations, joint ventures, and trusts) to file a request for payment (a “Request for Payment”) for each General Administrative Claim (as defined below) against any of the Debtors listed below (the “Debtors”):

<u>Debtor</u>	<u>Federal Employer Identification Number</u>	<u>Case No.</u>
Gawker Media LLC	20-3040492	16-11700
Kinja Kft.	HU 12945056	16-11718
Gawker Media Group, Inc.	27-1973231	16-11719

³ The last four digits of the taxpayer identification number of the debtors are: Gawker Media LLC (0492); Gawker Media Group, Inc. (3231); and Kinja Kft. (5056). Gawker Media LLC and Gawker Media Group, Inc.’s mailing addresses are c/o Opportune LLP, Attn: William D. Holden, Chief Restructuring Officer, 10 East 53rd Street, 33rd Floor, New York, NY 10020. Kinja Kft.’s mailing address is c/o Opportune LLP, Attn: William D. Holden, 10 East 53rd Street, 33rd Floor, New York, NY 10022.

The General Administrative Claims Bar Date and the procedures set forth below for filing Requests for Payment apply to General Administrative Claims against the Debtors that arose **only between August 1, 2016 through September 30, 2016 inclusive**, except for those holders of the claims listed in Section 4 below that are specifically excluded from the General Administrative Claims Bar Date filing requirement.

1. WHO MUST FILE A REQUEST FOR PAYMENT

You **MUST** file a Request for Payment if you have a General Administrative Claim and it is not among the types of claims described in section 4 below.

Under Section 101(5) of the Bankruptcy Code and as used in this Notice, the word “claim” means: (a) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (b) a right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured or unsecured.

A “General Administrative Claim” constitutes a claim arising under sections 503(b) and/or 507(a)(2) of the Bankruptcy Code **only between August 1, 2016 through September 30, 2016 inclusive**, inclusive, including the actual and necessary costs and expenses incurred of preserving the Debtors’ estates and operating the business of the Debtors.

2. WHAT TO FILE

A Request for Payment must be **signed** by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant. It must be written in English and be denominated in United States currency. You should attach to your completed Request for Payment any documents on which the claim is based (if voluminous, attach a summary) or an explanation as to why the documents are not available.

Your Request for Payment form must not contain complete social security numbers or taxpayer identification numbers (only the last four digits), a complete birth date (only the year), the name of a minor (only the minor’s initials) or a financial account number (only the last four digits of such financial account).

Any holder of a General Administrative Claim against more than one Debtor must file a separate Request for Payment with respect to each such Debtor and all holders of claims must identify on their Request for Payment the specific Debtor against which their claim is asserted and the case number of that Debtor’s bankruptcy case. A list of the names of the Debtors and their case numbers is set forth above.

3. WHEN AND WHERE TO FILE

Except as provided for herein, a Request for Payment must be filed so as to be **actually received** on or before **November 15, 2016 at 5:00 p.m. (prevailing Eastern Time)** at **either** of the following addresses:

Delivery by first-class U.S. mail, overnight mail, or hand delivery:	Gawker Media LLC Claims Processing Center c/o Prime Clerk LLC 830 Third Avenue, 3rd Floor New York, NY 10022
Hand delivery only:	United States Bankruptcy Court, Southern District of New York One Bowling Green New York, NY 10004

A Request for Payment will be deemed filed only when **actually received** at the addresses listed above. A Request for Payment may not be delivered by facsimile, telecopy or electronic mail transmission.

4. WHO NEED NOT FILE A REQUEST FOR PAYMENT

You do **not** need to file a Request for Payment on or prior to the General Administrative Claims Bar Date if you are:

- a. any holder of a General Administrative Claim that heretofore has been allowed by order of the Bankruptcy Court;
- b. any holder of a claim arising under section 503(b)(9) of the Bankruptcy Code;
- c. any claim for fees or charges required under chapter 123 of title 28 of the United States Code;
- d. any estate professional retained pursuant to an order of the Bankruptcy Court, including professionals retained under sections 105, 327, 328, 330, or 363 of the Bankruptcy Code;
- e. any holder of a DIP Superpriority Claim or Adequate Protection Superpriority Claim, as such terms are defined in the Final DIP Order entered in these chapter 11 cases [Docket No. 81]; or
- f. a holder of an intercompany claim against another Debtor.

This Notice is being sent to many persons and entities that have had some relationship with or have done business with the Debtors but may not have an unpaid claim against the Debtors. The fact that you have received this Notice does not mean that you have a claim or that the Debtors or the Bankruptcy Court believe that you have a claim against the Debtors.

**5. CONSEQUENCES OF FAILURE TO FILE A REQUEST FOR PAYMENT BY
THE GENERAL ADMINISTRATIVE CLAIMS BAR DATE**

ANY HOLDER OF A GENERAL ADMINISTRATIVE CLAIM THAT IS NOT EXEMPTED FROM THE REQUIREMENTS OF THE ORDER, AS SET FORTH IN SECTION 4 ABOVE, AND THAT FAILS TO TIMELY FILE A REQUEST FOR PAYMENT IN THE APPROPRIATE FORM SHALL NOT BE TREATED AS A CREDITOR WITH RESPECT TO SUCH GENERAL ADMINISTRATIVE CLAIM IN THESE CASES AND SHALL NOT PARTICIPATE IN ANY DISTRIBUTION IN THE DEBTORS' CASES ON ACCOUNT OF SUCH GENERAL ADMINISTRATIVE CLAIM.

A holder of a possible General Administrative Claim against the Debtors should consult an attorney regarding any matters not covered by this notice, such as whether the holder should file a Request for Payment.

Dated: New York, New York
[____], 2016

BY ORDER OF THE COURT

*Counsel to the Debtors
and Debtors in Possession*
ROPES & GRAY LLP
1211 Avenue of the Americas
New York, NY 10036-8704
Telephone: (212) 596-9000

<p>If you have any questions related to this notice, please call (855) 639-3375 or (917) 651-0323 for international calls</p>
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Exhibit 2

Request for Payment Form

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
:
In re : Chapter 11
:
Gawker Media LLC, *et al.*,⁴ : Case No. 16-11700 (SMB)
:
Debtors. : (Jointly Administered)
:
-----X

REQUEST FOR PAYMENT OF GENERAL ADMINISTRATIVE CLAIM

1. Name of Claimant:
2. Name of Debtor claim asserted against:
3. Nature and description of the claim (you may attach a separate summary):
4. Date(s) claim arose:
5. Amount of claim:
6. Documentation supporting the claim must be attached hereto. Documentation should include both evidence of the nature of the administrative expense claim asserted as well as evidence of the date or dates on which the administrative expense claim arose.

Date: _____ Signature: _____
Name: _____
Address: _____

Phone Number: _____

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Exhibit 3

General Administrative Claim Publication Notice

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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	:
In re	:
	:
Gawker Media LLC, <i>et al.</i> ⁵	:
	:
Debtors.	:
	:
-----X	

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**TO ALL PERSONS AND ENTITIES WITH ADMINISTRATIVE CLAIMS AGAINST
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1. Who Must File a Request for Payment. You MUST file a Request for Payment if you have a General Administrative Claim and it is not one of the types of General Administrative Claim described in the Order as exempt from the requirement that a Request for Payment be filed. A “General Administrative Claim” constitutes a claim (as defined under Section 101(5) of the Bankruptcy Code) arising under sections 503(b) and/or 507(a)(2) of the Bankruptcy Code **only between August 1, 2016 and September 30, 2016, inclusive**, including: (a) the actual and necessary costs and expenses incurred of preserving the Debtors’ estates and operating the business of the Debtors.

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2. **What to File.** A Request for Payment must be **signed** by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant. It must be written in English and be denominated in United States currency. You should attach to your completed Request for Payment any documents on which the claim is based (if voluminous, attach a summary) or an explanation as to why the documents are not available. Your Request for Payment form must not contain complete social security numbers or taxpayer identification numbers (only the last four digits), a complete birth date (only the year), the name of a minor (only the minor's initials) or a financial account number (only the last four digits of such financial account). Any holder of a General Administrative Claim against more than one Debtor must file a separate Request for Payment with respect to each such Debtor and all holders of claims must identify on their Request for Payment the specific Debtor against which their claim is asserted and the case number of that Debtor's bankruptcy case. A list of the names of the Debtors and their case numbers is set forth above.

3. **When and Where to File.** Except as provided for herein, a Request for Payment must be filed so as to be **actually received** on or before **November 15, 2016 at 5:00 p.m. (prevailing Eastern Time)** at either of the following addresses:

Delivery by first-class U.S. mail, overnight mail, or hand delivery:	Gawker Media LLC Claims Processing Center c/o Prime Clerk LLC 830 Third Avenue, 3rd Floor New York, NY 10022
Hand delivery only:	United States Bankruptcy Court, Southern District of New York One Bowling Green New York, NY 10004

A Request for Payment may not be delivered by facsimile, telecopy or electronic mail transmission.

4. **Consequences of Failure to File a Request for Payment by the General Administrative Claims Bar Date.** ANY HOLDER OF A GENERAL ADMINISTRATIVE CLAIM THAT IS NOT EXEMPTED FROM THE REQUIREMENTS OF THE ORDER, AND THAT FAILS TO TIMELY FILE A REQUEST FOR PAYMENT IN THE APPROPRIATE FORM SHALL NOT BE TREATED AS A CREDITOR WITH RESPECT TO SUCH GENERAL ADMINISTRATIVE CLAIM AND SHALL NOT PARTICIPATE IN ANY DISTRIBUTION IN THE DEBTORS' CASES ON ACCOUNT OF SUCH GENERAL ADMINISTRATIVE CLAIM.

5. **Additional Information.** If you have any questions regarding the claims process and/or if you wish to obtain a copy of the Order (which contains a more detailed description of the requirements for filing a Request for Payment), a Request for Payment form or related documents you may do so by contacting Prime Clerk at (a) (855) 639-3375; or (b) the Debtors' restructuring website, <https://cases.primeclerk.com/gawker/>.